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REGULATORY AUTH.

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OFFICE OF THE  
EXECUTIVE SECRETARY

VIA HAND DELIVERY

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

RE: *BellSouth Telecommunications, Inc.'s Tariff to Offer Contract  
Service Arrangement TN98-6726-00*  
TRA Docket No. 99-00230

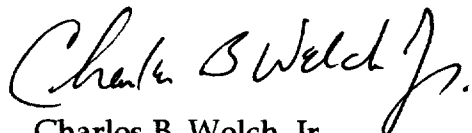
Dear Mr. Waddell:

Enclosed for filing, please find the original plus thirteen (13) copies of the Motion to Withdraw Petition to Intervene filed on behalf Time Warner Telecom of the Mid-South, L.P. Copies are being served on parties of record.

If you have any questions or concerns with regard to this filing, please do not hesitate to contact me.

Very truly yours,

FARRIS, MATHEWS,  
BRANAN & HELLEN, P.L.C.

  
Charles B. Welch, Jr.

CBWjr:cg

cc: Guy Hicks

Henry Walker

Carolyn M. Marek

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**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

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**IN RE:**

**BELLSOUTH TELECOMMUNICATIONS, INC.'S  
TARIFF TO OFFER CONTRACT SERVICE  
ARRANGEMENT TN98-2766-00**

**DOCKET NO.  
99-00210**

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**MOTION TO WITHDRAW PETITION TO INTERVENE FILED ON  
BEHALF OF TIME WARNER TELECOM OF THE MID-SOUTH, L.P.**

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Time Warner Telecom of the Mid-South, L.P. ("Time Warner"), files this motion to withdraw its petition to intervene in the referenced docket, and in support of its Motion states as follows:

1. Time Warner provides certain telecommunications services to the end-user customer which is a party to BellSouth Telecommunications, Inc.'s ("BST") tariff to offer contract service arrangement ("CSA") TN98-2766-00.

2. Time Warner has been contacted by its customer subject to this CSA, and advised that it was informed that Time Warner is delaying approval of its CSA with its proposed intervention. Faced with the risk of strained relations with its customer, Time Warner has agreed to request withdrawal of its petition to intervene in this docket.

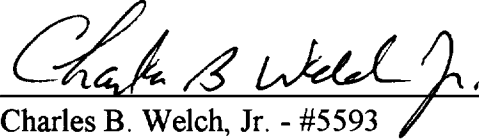
WHEREFORE, Time Warner prays that:

1. the Authority grant Time Warner's motion to withdraw its intervention filed on April 27, 1999; and

2. the TRA grant Time Warner such other specific and general relief it may be entitled under the premises.

Respectfully submitted,

FARRIS, MATHEWS,  
BRANAN & HELLEN, P.L.C.



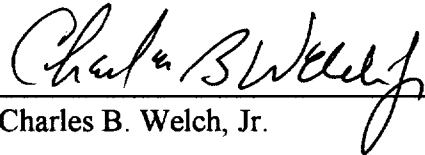
Charles B. Welch, Jr. - #5593

*Attorney for Time Warner Telecom of the  
Mid-South, L.P.*

511 Union Street, Suite 2400  
Nashville, Tennessee 37219  
(615) 726-1200

CERTIFICATE OF SERVICE

I, Charles B. Welch, Jr., hereby certify that I have served a true and correct copy of the foregoing Motion to Withdraw Petition to Intervene on Guy M. Hicks, BellSouth Telecommunications, Inc. Suite 2101, 333 Commerce Street, Nashville, Tennessee 37201-3300, and Henry Walker, Boulton Cummings, Connors & Berry, 414 Union Ave. #1600, P.O. Box 198062, Nashville, Tennessee 37219-8062, and by depositing a copy of same in the U.S. Mail, postage prepaid this the 7th day of May, 1999.



Charles B. Welch, Jr.